

Submission Checklist –

Transfer of Physical Assets (TPA) and/or Change in Lessee/Operator/Management Agent

Section 232

U.S. Department of Housing and Urban Development

Office of Healthcare Programs

OMB Approval No. 9999-9999

(exp. mm/dd/yyyy)

Public reporting burden for this collection of information is estimated to average 0.5 hours. This includes the time for collecting, reviewing, and reporting the data. The information is being collected to obtain the supportive documentation which must be submitted to HUD for approval, and is necessary to ensure that viable projects are developed and maintained. The Department will use this information to determine if properties meet HUD requirements with respect to development, operation and/or asset management, as well as ensuring the continued marketability of the properties. Response to this request for information is required in order to receive the benefits to be derived. This agency may not collect this information, and you are not required to complete this form unless it displays a currently valid OMB control number. No confidentiality is assured.

Warning: HUD will prosecute false claims and statements. Conviction may result in criminal and/or civil penalties. (18 U.S.C. 1001, 1010, 1012, 31 U.S.C. 3729, 3802)

Exhibit	Full TPA	Modified TPA	Operator /Lessee	Mgt. Agent
PRELIMINARY APPROVAL (two complete sets)				
1. TPA Application (Form HUD 92266) Letter explaining transaction if Modified TPA	<input type="checkbox"/>	N/A	N/A	N/A
2. Consent by the Mortgagee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	N/A
3. Application Fee (\$0.50 per \$1,000 of the original face amount)	<input type="checkbox"/>	N/A	N/A	N/A
4. Purchaser's Letter	<input type="checkbox"/>	<input type="checkbox"/>	N/A	N/A
5. Completed HUD 2530s for Purchaser, Lessee/Operator, Mgmt Agent	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resumes of New Principals	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Purchaser's Principals' Personal Financial Statements FHA 92417	<input type="checkbox"/>	<input type="checkbox"/>	N/A	N/A
8. Credit Reports' New Principals, if applicable Parent Entity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Sources and Uses of Funds	<input type="checkbox"/>	N/A	N/A	N/A
10. Pro Forma Balance Sheet	<input type="checkbox"/>	N/A	N/A	N/A
11. Executed Purchase and Sale Agreement	<input type="checkbox"/>	<input type="checkbox"/>	N/A	N/A
12. Interim Unaudited Financial Statements	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A
13. Mortgagee's Statement of Escrow and Reserve Account	<input type="checkbox"/>	<input type="checkbox"/>	N/A	N/A
14. Capital Needs Assessment	<input type="checkbox"/>	N/A	N/A	N/A
15. Current State Life Safety Inspection Surveys for facilities listed as owned, leased or managed that have open G level or higher citations outstanding. Include Plans of Correction. If any facility has recent (within the last 2 years) resolved "G" or higher citations/deficiencies, please address.	<input type="checkbox"/>	N/A	<input type="checkbox"/>	<input type="checkbox"/>
16. Management Improvement and Operating (MIO) Plan (if needed)	<input type="checkbox"/>	N/A	N/A	N/A
17. Proposed Management Agent (if applicable):	<input type="checkbox"/>	N/A	N/A	<input type="checkbox"/>
a. Management Entity Profile HUD 9832	<input type="checkbox"/>	N/A	N/A	<input type="checkbox"/>
b. Management Certification HUD 9839	<input type="checkbox"/>	N/A	N/A	<input type="checkbox"/>
c. Management Agent Resume	<input type="checkbox"/>	N/A	N/A	<input type="checkbox"/>
d. Management Agreement	<input type="checkbox"/>	N/A	N/A	<input type="checkbox"/>
18. Draft Release, Assumption and/or Modification	<input type="checkbox"/>	N/A	N/A	N/A
19. Draft Regulatory Agreement, Riders 92466	<input type="checkbox"/>	N/A	N/A	N/A
20. Draft Regulatory Agreement, Riders HUD 92466-NHL (if applicable)	N/A	N/A	<input type="checkbox"/>	N/A <input type="checkbox"/>
21. Draft Secondary Financing Documents (if applicable)	<input type="checkbox"/>	N/A	N/A	N/A
22. Proposed Deed (and Ground Lease, if applicable)	<input type="checkbox"/>	N/A	N/A	N/A
23. Security Agreement and/or Assignment and Assumption Agreement	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A
a. Security Agreement w/ Legal Descript & Descript of Collateral	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A
b. Financing Statement/Statements (State & County) with Legal Description and -Description of Collateral	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A
24. Mortgage Note	<input type="checkbox"/>	N/A	N/A	N/A
25. Proposed Bill of Sale and Assignment - HUD 92228	<input type="checkbox"/>	N/A	N/A	N/A
26. Title Policy Proforma or Endorsement, as applicable	<input type="checkbox"/>	N/A	N/A	N/A
27. Executed Organizational Documents of Purchaser, (and Lessee/Operator and/or Management Agent, if applicable) (e.g. ownership hierarchy/organizational charts, bylaws, articles of incorporation/organization, operating/partnership agreements, resolutions, incumbency certificates).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	N/A <input type="checkbox"/>
Org. Charts with by laws, articles of incorporation, operating agreements, etc.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	N/A
28. Evidence of Registration in Business Partner Registration System	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
29. Evidence of Application for User ID with Secure Systems	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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form HUD-92119-OHP (mm/dd/yyyy)

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SUBMISSION CHECKLIST – SECTION 232				
Transfer of Physical Assets (TPA) & Lessee/Operator/Management Agent Change				
30. Draft Mortgagor's Attorneys Mortgagor Attorney Opinion	<input type="checkbox"/>	<input type="checkbox"/>	N/A	N/A
31. Draft Lessee/Operator Attorneys Attorney Opinion (if applicable)	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A <input type="checkbox"/>
32. Attorney's Certification	<input type="checkbox"/>	<input type="checkbox"/>	N/A	N/A
33. Byrd Amendment Certification Certifications	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A
34. Draft Deposit <u>Account</u> Control Agreement Draft (DACA) and Deposit Account Instructions Service Agreement (DAISA) (for government receivables, if applicable) <i>Important Note: A DACA is not required if asthe FHA-insured lender will be the depository for the project's accounts receivable. Confirm as part of the OGC review approval.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
35. List of all Facilities managed by Lessee/Operator or Mgmt Agent	<input type="checkbox"/>	N/A	<input type="checkbox"/>	<input type="checkbox"/>
36. 3-yr's Audited & YTD Financial Statements – Owner and or Lessee/Operator	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A
37. 6-yr's loss history of all claims against the proposed Owner and principals; proposed Lessee/Operator and principals; proposed Management Agent. Include all facilities in claims reporting.	<input type="checkbox"/>	N/A	<input type="checkbox"/>	<input type="checkbox"/>
38. Accounts Receivable Financing: SEE SEPARATE CHECKLIST	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
39. Master Lease and Sub Lease (if applicable)	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A
40. Accounts Payable Schedule (if applicable)	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A
41. Operating Lease, <u>with HUD Addendum</u> , SNDA, Estoppel Letter and Memorandum of Lease, (as applicable)	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A
42. License – Owner or Lessee/Operator or Management Agent	<input type="checkbox"/>	N/A	<input type="checkbox"/>	<input type="checkbox"/>
43. Evidence of PLI Coverage (Notice H04-15)	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A

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Exhibit	Full TPA	Modified TPA	Operator /Lessee	Mgt. Agent
FINAL APPROVAL (two complete sets)				
1. Recorded Release, Assumption and/or Modification	<input type="checkbox"/>	N/A	N/A	N/A
2. Recorded Regulatory Agreement (form HUD-92466); Riders	<input type="checkbox"/>	N/A	N/A	N/A
3. Recorded Reg. Agreement (Lessee/Operator form HUD-92466 NHL); Riders (if applicable to Full TPA if Operator/Lessee changing or when there is no Lessee/Operator but only a Management Agent)	<input type="checkbox"/>	N/A	<input type="checkbox"/>	<input type="checkbox"/>
4. Recorded Memorandum of Lease <u>and copy of Executed Lease (if applicable)</u>	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A
5. Recorded Secondary Financing Documents (if applicable)	<input type="checkbox"/>	N/A	N/A	N/A
6. Recorded Deed	<input type="checkbox"/>	N/A	N/A	N/A
7. <u>Recorded</u> UCCs (State and County)	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A
8. Title Policy Final or Endorsement, as applicable	<input type="checkbox"/>	N/A	N/A	N/A
9. Executed Deposit <u>Account</u> Control Agreements <u>and Deposit Account Instructions Service Agreement</u> (for government receivables, if applicable)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Executed Accounts Receivables Documents: Note; Loan Agreement; Security Agreement; Intercreditor Agreement; Rider ; Lockbox Agreement (if applicable)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Final Lessee/Operator Opinion	<input type="checkbox"/>	N/A	<input type="checkbox"/>	N/A

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12. Executed Security Agreements	<input type="checkbox"/>	N/A	<input type="checkbox"/>	<input type="checkbox"/>
13. Executed Bill of Sale and Assignment	<input type="checkbox"/>	N/A	N/A	N/A

Items marked in YELLOW are to be reviewed by OGC.

HUD Handbook 4350.1 Chapter 13. As amended by H99-13 and H04-15

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